

LOWENSTEIN SANDLER LLP

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*Counsel to the Debtors and
Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

Duro Dyne National Corp., *et al.*,¹

Debtors.

Chapter 11

Case No. 18-27963 (MBK)

(Jointly Administered)

**SEVENTEENTH MONTHLY FEE STATEMENT OF LOWENSTEIN SANDLER LLP
FOR THE PERIOD MARCH 1, 2020 THROUGH MARCH 31, 2020**

Lowenstein Sandler LLP, counsel to the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”), submits this seventeenth monthly fee statement² for the period March 1, 2020 through March 31, 2020 (the “**Seventeenth Fee Statement**”) pursuant to the Court’s *Administrative Fee Order Establishing Certain Procedures for Allowance of Interim Compensation and Reimbursement of Expenses of Professionals Retained By Order of this Court*, dated December 18, 2018 [Docket No. 345] (the “**Administrative Order**”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: Duro Dyne National Corp. (4664); Duro Dyne Machinery Corp. (9699); Duro Dyne Corporation (3616); Duro Dyne West Corp. (5943); and Duro Dyne Midwest Corp. (4662).

² Lowenstein Sandler filed its *First Interim Application of Lowenstein Sandler LLP As Counsel To The Debtors For Compensation For Services Rendered And Reimbursement Of Expenses For The Period From September 7, 2018 Through November 30, 2018* [D.I. 353] in lieu of its first monthly fee statement.

Pursuant to the Administrative Order, responses to the Seventeenth Fee Statement, if any, are due by May 4, 2020.

Dated: April 22, 2020

Respectfully submitted,

LOWENSTEIN SANDLER LLP

/s/ Jeffrey D. Prol

Kenneth A. Rosen, Esq.

Jeffrey D. Prol, Esq.

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Counsel to the Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET

IN RE: Duro Dyne National Corp., et al.¹

APPLICANT: Lowenstein Sandler LLP

CASE NO.: 18-27963 (MBK)

CLIENT: Chapter 11 Debtors

CHAPTER: 11

CASE FILED: September 7, 2018

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION UNDER
PENALTY OF PERJURY, PURSUANT TO 28 U.S.C. SECTION 1746

RETENTION ORDER(S) ATTACHED

**SEVENTEENTH MONTHLY FEE STATEMENT OF LOWENSTEIN SANDLER LLP
FOR THE PERIOD MARCH 1, 2020 THROUGH MARCH 31, 2020**

**SECTION I
FEE SUMMARY**

	<u>FEES</u>	<u>EXPENSES</u>
TOTAL PREVIOUS FEES REQUESTED	<u>\$1,363,002.50</u>	<u>\$46,377.31</u>
TOTAL FEES ALLOWED TO DATE:	<u>\$1,338,664.00</u>	<u>\$46,316.81</u>
TOTAL RETAINER REMAINING	<u>\$0.00</u>	<u>\$0.00</u>
TOTAL PREVIOUS HOLDBACK (IF APPLICABLE) ²	<u>\$4,867.70</u>	<u>\$0.00</u>
TOTAL RECEIVED BY LOWENSTEIN SANDLER ³	<u>\$1,348,106.10</u>	<u>\$46,337.41</u>
FEE TOTALS	<u>\$28,731.50</u>	
DISBURSEMENTS TOTALS	<u>+ \$0.00</u>	
TOTAL FEE APPLICATION	<u>\$28,731.50</u>	
MINUS 20% HOLDBACK	<u>- \$5,746.30</u>	
AMOUNT SOUGHT AT THIS TIME	<u>\$22,985.20</u>	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Duro Dyne National Corp. (4664); Duro Dyne Machinery Corp. (9699); Duro Dyne Corporation (3616); Duro Dyne West Corp. (5943); and Duro Dyne Midwest Corp. (4662).

² This amount reflects holdback amounts for the Fifth Interim Period of March 1, 2020 through March 31, 2020 only, and does not include outstanding amounts owed for the prior interim periods.

³ Prior to the Petition Date, Lowenstein Sandler was retained to represent the Debtors in these Chapter 11 Cases. Lowenstein Sandler was paid for all amounts owed for legal services rendered prior to the Petition Date and was holding a retainer in the amount of \$117,300.04 (the "Retainer") for services and expenses incurred during these Chapter 11 Cases. The total amount received by Lowenstein Sandler reflects the application of the Retainer to amounts requested in Lowenstein Sandler's First Interim Fee Application [D.I. 353].

Name of Professional	Year Admitted	Title/Department	Hours Spent	Hourly Rate	Charge
Citron, Lowell A.	1995	Partner/Corporate / Tax	0.50	\$1,115.00	\$557.50
Prol, Jeffrey D.	1989	Partner/Bankruptcy	20.60	\$895.00	\$18,437.00
Kramer, Jeffrey A.	1995	Counsel/Bankruptcy	3.90	\$470.00	\$1,833.00
Suckerman, Daniel A.	2007	Counsel/Corporate / Tax	6.70	\$695.00	\$4,656.50
Yusem, Stuart S.	1982	Counsel/Corporate / Tax	1.00	\$755.00	\$755.00
Tanico, Stephen	2017	Associate/Corporate / Tax	3.30	\$475.00	\$1,567.50
Lawler, Elizabeth B.	N/A	Paralegal/Bankruptcy	3.70	\$250.00	\$925.00
TOTAL FEES			39.70		\$28,731.50
Attorney Blended Rate					\$772.40

SECTION II SUMMARY OF SERVICES

Task	Task Description	Hours	Fees
B165	Employment and Retention Applications - Others	1.20	\$564.00
B175	Fee Applications and Invoices - Others	5.20	\$1,630.00
B230	Financing/Cash Collateral	5.90	\$4,230.50
B250	Real Estate	7.30	\$4,347.50
B310	Claims Administration and Objections	3.00	\$2,685.00
B320	Plan and Disclosure Statement (including Business Plan)	17.10	\$15,274.50
Total		39.70	\$28,731.50

SECTION III SUMMARY OF DISBURSEMENTS

N/A	\$0.00
Total Disbursements	\$0.00

SECTION IV CASE HISTORY

(NOTE: Items 3 - 6 are not applicable to applications under 11 U.S.C. §506)

- (1) DATE CASE FILED: September 7, 2018
- (2) CHAPTER UNDER WHICH CASE WAS COMMENCED: 11
- (3) DATE OF RETENTION: October 19, 2018, effective as of September 7, 2018 [Docket No. 194]. See Order attached.
- (4) SUMMARIZE IN BRIEF THE BENEFITS TO THE ESTATE AND ATTACH SUPPLEMENTS AS NEEDED:
 - a) Lowenstein Sandler attended to settlement negotiations regarding North River's claim;
 - b) Lowenstein Sandler prepared a motion to amend the ordinary course professionals' order;
 - c) Lowenstein Sandler conferred with the Debtors and the Debtors' financial advisor, and conducted legal research regarding potential government relief programs related to coronavirus;
 - d) Lowenstein Sandler reviewed and revised mortgage agreement documents;
 - e) Lowenstein Sandler reviewed and revised the proposed confirmation order, findings of fact and conclusions of law, and related settlement agreements;
 - f) Lowenstein Sandler conferred with the Debtors and the Debtors' financial advisor regarding exit financing;
 - g) Lowenstein Sandler assisted with the preparation and filing of monthly fee applications on behalf of the Debtors' other professionals; and
 - h) Lowenstein Sandler performed all other legal services for the Debtors that were necessary and proper in these proceedings and in furtherance of the Debtors' needs.
- (5) ANTICIPATED DISTRIBUTION TO CREDITORS:
 - (A) ADMINISTRATION EXPENSES: (100%)
 - (B) SECURED CREDITORS: (100%)
 - (C) PRIORITY CREDITORS: (100%)
 - (D) GENERAL UNSECURED CREDITORS: (100%)

(6) FINAL DISPOSITION OF CASE AND PERCENTAGE OF DIVIDEND PAID TO CREDITORS (IF APPLICABLE): The Bankruptcy Court's recommendation in favor of confirmation of the Debtor's Plan of Reorganization is pending before the District Court.

I certify under penalty of perjury that the foregoing is true and correct.

Dated: April 22, 2020

/s/ *Jeffrey D. Prol*
Jeffrey D. Prol Esq.

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY
Caption in Compliance with D.N.J. LBR 9004-1



Order Filed on October 19, 2018
by Clerk
U.S. Bankruptcy Court
District of New Jersey

LOWENSTEIN SANDLER LLP

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*Proposed Counsel to the Debtors and
Debtors-in-Possession*

In re:

Duro Dyne National Corp., *et al.*¹
Debtors.

Chapter 11

Case No. 18-27963 (MBK)
(Jointly Administered)

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
LOWENSTEIN SANDLER LLP AS COUNSEL TO THE DEBTORS
EFFECTIVE AS OF THE PETITION DATE**

The relief set forth on the following pages, numbered two (2) through three (3), is hereby **ORDERED**.

DATED: October 19, 2018

A handwritten signature in black ink, appearing to read "Michael B. Kaplan".
Honorable Michael B. Kaplan
United States Bankruptcy Judge

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Debtors: Duro Dyne National Corp., *et al.*

Case No.: 18-27963 (MBK)

Caption: Order Authorizing the Employment and Retention of Lowenstein Sandler LLP as Counsel to the Debtors Effective as of the Petition Date

Upon consideration of the application (the “Application”)² of the above captioned debtors and debtors-in-possession (collectively, the “Debtors”) for entry of an order authorizing the employment and retention of Lowenstein Sandler LLP (“Lowenstein Sandler”) as counsel to the Debtors, effective as of the Petition Date (September 7, 2018), and upon consideration of the Prol Declaration submitted in support of the Application; and the Court being satisfied, based on representations made in the Application that (i) Lowenstein Sandler has no connection with the Debtors, their creditors, any other party in interest, their current respective attorneys or professionals, the United States Trustee or any person employed in the office of the United States Trustee, and does not represent any entity having an adverse interest to the Debtors in connection with the Debtors’ Chapter 11 Cases, except as set forth in the Prol Declaration; (ii) Lowenstein Sandler is a “disinterested person” as that phrase is defined in section 101(14) of the Bankruptcy Code, (iii) neither Lowenstein Sandler, nor its professionals, have any connection with the Debtors, their creditors or any other party in interest; and (iv) Lowenstein Sandler’s employment is necessary and in the best interest of the Debtors; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey dated September 18, 2012 (Simandle, C.J.); and venue being proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and notice of the Application being sufficient under the circumstances; and it appearing that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** as set forth herein.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

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Debtors: Duro Dyne National Corp., *et al.*

Case No.: 18-27963 (MBK)

Caption: Order Authorizing the Employment and Retention of Lowenstein Sandler LLP as Counsel to the Debtors Effective as of the Petition Date

2. The Debtors are authorized to employ and to retain Lowenstein Sandler, effective as of the Petition Date, to serve as the Debtors' counsel in these Chapter 11 Cases.

3. Lowenstein Sandler shall be compensated in accordance with sections 330 and 331 of the Bankruptcy Code, the applicable provisions of the Bankruptcy Rules, the Local Rules, and any orders entered in this case governing professional compensation and reimbursement for services rendered and charges and disbursements incurred.

4. The requirement set forth in Local Rule 9013-1(a)(3) that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Application or otherwise waived.

5. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

6. This Court shall retain exclusive jurisdiction to hear and decide any and all disputes related to or arising from the implementation, interpretation and enforcement of this Order.

EXHIBIT A

EXHIBIT A

Professional Services rendered by Lowenstein Sandler LLP, through March 31, 2020

In re: Chapter 11

I. SUMMARY OF TIME CHARGES AND HOURLY RATES

Name of Professional	Year Admitted	Title/Department	Hours Spent	Hourly Rate	Charge
Citron, Lowell A.	1995	Partner/Corporate / Tax	0.50	\$1,115.00	\$557.50
Prol, Jeffrey D.	1989	Partner/Bankruptcy	20.60	\$895.00	\$18,437.00
Kramer, Jeffrey A.	1995	Counsel/Bankruptcy	3.90	\$470.00	\$1,833.00
Suckerman, Daniel A.	2007	Counsel/Corporate / Tax	6.70	\$695.00	\$4,656.50
Yusem, Stuart S.	1982	Counsel/Corporate / Tax	1.00	\$755.00	\$755.00
Tanico, Stephen	2017	Associate/Corporate / Tax	3.30	\$475.00	\$1,567.50
Lawler, Elizabeth B.	N/A	Paralegal/Bankruptcy	<u>3.70</u>	\$250.00	<u>\$925.00</u>
TOTAL FEES			39.70		\$28,731.50
Attorney Blended Rate					\$772.40

TIME DETAIL:

Code	Date	Timekeeper	Time Narrative	Hours	Amount
<u>B100 - Administration</u>					
<u>B165 Employment and Retention Applications - Others</u>					
B165	03/24/20	JAK	Prepare and conduct research re: Motion to Amend Ordinary Course Professionals Order and confer with LS team	1.10	\$517.00
B165	03/30/20	JAK	Email correspondence with C. O'Callaghan re: ordinary course professionals motion	0.10	\$47.00
Total B165 - Employment and Retention Applications - Others				1.20	\$564.00
<u>B175 Fee Applications and Invoices - Others</u>					
B175	03/02/20	JAK	Correspond with C. O'Callaghan re: OCP cap	0.10	\$47.00
B175	03/03/20	EBL	Review docket for objections; prepare CNO re: Anderson Kill's eleventh monthly fee statement	0.20	\$50.00
B175	03/03/20	EBL	Finalize and e-file cno re: Anderson Kill's eleventh monthly fee statement; email to client re: same	0.20	\$50.00
B175	03/03/20	JAK	Review CNOs for Debtors' Professionals and confer with LS team	0.20	\$94.00
B175	03/09/20	EBL	Revise, finalize, e-file and coordinate service of Getzler's January 2020 fee statement; email to client re: same; update calendars re: related deadlines; update electronic files re: same	0.60	\$150.00
B175	03/09/20	JAK	Review Getzler Henrich's January 2020 fee application and confer with LS team	0.20	\$94.00
B175	03/17/20	EBL	Revise, finalize, e-file and coordinate service of Anderson Kill's twelfth monthly fee statement; update electronic files and master fee chart re: same; email to client re: same; emails with J. Kramer re: same	1.10	\$275.00
B175	03/17/20	JAK	Review Anderson Kill 12th Fee Application and confer with LS team	0.10	\$47.00
B175	03/17/20	JAK	Correspond with C. O'Callaghan re: ordinary course professionals motion	0.10	\$47.00
B175	03/18/20	JAK	Confer with C. O'Callaghan re: ordinary course professionals	0.20	\$94.00

Code	Date	Timekeeper	Time Narrative	Hours	Amount
B175	03/20/20	EBL	Prepare CNO re: Getzler's January fee statement; email to J. Kramer and J. Prol re: same	0.30	\$75.00
B175	03/20/20	EBL	Revise, finalize and e-file CNO to Getzler's fifteenth fee statement; update master fee chart and electronic files re: same; emails with J. Kramer re: same	0.40	\$100.00
B175	03/20/20	JAK	Review CNO for Getzler's 15th Fee Application and confer with LS team	0.10	\$47.00
B175	03/27/20	JAK	Confer with LS team re: motion to amend ordinary course professionals order	0.20	\$94.00
B175	03/31/20	EBL	Prepare CNO re: Anderson Kill's February fee statement (.2); emails with C. Malone re: same (.2); email with J. Kramer re: same (.1); finalize and e-file same (.3); update electronic files and master fee chart re: same (.1)	0.90	\$225.00
B175	03/31/20	JAK	Email correspondence with J. Sponder re: ordinary course professionals	0.10	\$47.00
B175	03/31/20	JAK	Review Certificate of No Objection for Anderson Kill Twelfth Fee Statement and confer with LS team	0.10	\$47.00
B175	03/31/20	JAK	Correspond with J. Sponder re: ordinary course professionals motion	0.10	\$47.00
Total B175 - Fee Applications and Invoices - Others					5.20
					\$1,630.00

B200 - Operations

B230 Financing/Cash Collateral

B230	03/13/20	DAS	Review and update forms of mortgages; conference with S. Yusem and J. Prol re: status of trust note and trust mortgages	2.70	\$1,876.50
B230	03/18/20	JAK	Conduct legal research re: potential coronavirus relief programs in bankruptcy	0.50	\$235.00
B230	03/23/20	JAK	Telephone conference with C. O'Callaghan re: potential government relief financing and bankruptcy	0.20	\$94.00
B230	03/25/20	JDP	Telephone conference with C. O'Callaghan re: financing options	0.20	\$179.00
B230	03/30/20	JAK	Conduct legal research re: government relief programs interplay with bankruptcy law	0.50	\$235.00
B230	03/30/20	JDP	Review CARE Act provisions re: SBA loans; confer with L. Citron and client re: same	0.50	\$447.50

Code	Date	Timekeeper	Time Narrative	Hours	Amount
B230	03/31/20	JDP	Telephone conference with L. Citron and client re: CARE's Act SBA loan provisions	0.80	\$716.00
B230	03/31/20	JDP	Review CARE Act SBA loan provisions and articles to prepare for meeting with cleint re: same	0.50	\$447.50
Total B230 - Financing/Cash Collateral				5.90	\$4,230.50

B250 Real Estate

B250	03/13/20	ST	Research re: mortgage recording requirements in Suffolk County; Correspondence with D. Suckerman re: research	0.60	\$285.00
B250	03/14/20	DAS	Review recording requirements for Suffolk County; review affidavit and requirements re: mortgage recording tax in connection with bankruptcy; drafting strategy conferences with S. Tanico re: same	0.70	\$486.50
B250	03/18/20	ST	Draft affidavit re: mortgage recording tax exemption; Confer with D. Suckerman re: recording requirements	1.30	\$617.50
B250	03/19/20	DAS	Review and revise form of mortgages; emails re same	0.70	\$486.50
B250	03/19/20	ST	Revise Mortgage Agreement; Confer with D. Suckerman re: same; Revise Affidavit; Confer with D. Suckerman re: Ohio recording requirements	1.40	\$665.00
B250	03/20/20	DAS	Finalize revised draft forms of mortgages; e-mails with trust counsel re: same	0.30	\$208.50
B250	03/23/20	DAS	Review and revise draft mortgages and affidavit; review environmental disclosures; emails with team re: same	1.60	\$1,112.00
B250	03/25/20	DAS	Revise form of mortgages	0.50	\$347.50
B250	03/31/20	DAS	E-mails with C. O'Callaghan re: status of mortgage review	0.20	\$139.00

Total B250 - Real Estate	7.30	\$4,347.50
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B300 - Claims and Plan

B310 Claims Administration and Objections

B310	03/09/20	JDP	Telephone conference with J. Wehner re: settlement of N. River claim	0.20	\$179.00
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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	03/09/20	JDP	Telephone conferences and e-mails to/from C. Malone re: settlement with N. River	0.20	\$179.00
B310	03/09/20	JDP	Telephone conference with A. Wein re: counter-offer from committee re: settlement of N. River claim	0.10	\$89.50
B310	03/10/20	JDP	Telephone conferences with J. Wehner, C. Malone, A. Wein, G. Calhoun and Judge Kaplan's chambers to negotiate settlement of N. River's claim	1.50	\$1,342.50
B310	03/12/20	JDP	Review draft settlement agreement with N. River and proposed order approving settlement	0.40	\$358.00
B310	03/31/20	JDP	Review N. River comments to settlement agreement; forward to committee and legal representative	0.50	\$447.50
B310	03/31/20	JDP	Telephone conference with C. Malone re: N. River comments to settlement agreement	0.10	\$89.50
Total B310 - Claims Administration and Objections				3.00	\$2,685.00

B320 Plan and Disclosure Statement (including Business Plan)

B320	03/10/20	JDP	Develop strategy re: documenting settlement with N. River and amendment to plan	1.00	\$895.00
B320	03/11/20	JDP	E-mails from/to A. Wein re: implementing N. River settlement	0.20	\$179.00
B320	03/11/20	JDP	E-mails to/from committee counsel re: implementing N. River settlement	0.10	\$89.50
B320	03/11/20	JDP	Review filed findings of fact and conclusions of law and insurance settlements; develop strategy for documenting N. River settlement and revised plan and getting them approved	3.00	\$2,685.00
B320	03/12/20	JDP	Telephone conference with J. Wehner and J. Liesemer re: documenting N. River settlement and confirmation of revised plan	0.70	\$626.50
B320	03/12/20	JDP	Telephone conference with and e-mail exchange with G. Calhoun re: documenting settlement with N. River and approval of revised plan	0.10	\$89.50
B320	03/12/20	JDP	Review findings of fact/conclusions of law	2.50	\$2,237.50
B320	03/13/20	JDP	Review committee comments to inter-creditor agreement (.2); e-mails from/to S. Yusem re: same (.1)	0.30	\$268.50
B320	03/13/20	JDP	Review and edit amended proposed findings of fact/conclusions of law	4.00	\$3,580.00

Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	03/13/20	JDP	E-mails to/from commmittee, legal rep and N. River counsel re: documenting settlement and consensual confirmation	0.30	\$268.50
B320	03/13/20	SSY	Review comments from Committee/Trust counsel to Bank of America documents and confer with Bank's counsel re: review of same	1.00	\$755.00
B320	03/16/20	JDP	Review Committee edits to proposed order confirming plan; edit same	0.80	\$716.00
B320	03/16/20	JDP	Review committee edits to draft FOF/COL; edit same; forward revised FOF/COL to creditor representatives	1.20	\$1,074.00
B320	03/17/20	JDP	Final review of revised proposed confirmation order	0.40	\$358.00
B320	03/18/20	JDP	E-mails to/from G. Calhoun re: status of his review of settlement agreement, revised FOF/COL and confirmation order	0.30	\$268.50
B320	03/20/20	JDP	Review comments to trust mortgages; e-mails from/to D. Suckerman re: same	0.10	\$89.50
B320	03/24/20	JDP	E-mails to/from G. Calhoun re: timing on sign off on settlement agreement and revisions to FOF/COL and confirmation order	0.10	\$89.50
B320	03/25/20	JDP	E-mail exchange with G. Calhoun re: timing on comments to revised confirmation and settlement docs	0.10	\$89.50
B320	03/27/20	JDP	Participate in calls with C. O'Callaghan and R. Hirsch re: exit financing	0.40	\$358.00
B320	03/31/20	LAC	Conference call re: SBA loans with J. Prol, C. O'Callaghan and A. Wein	0.50	\$557.50

**Total B320 - Plan and Disclosure Statement
(including Business Plan)** 17.10 \$15,274.50

Timekeeper Summary (by Task):

Task	Task Description	Hours	Fees
B165	Employment and Retention Applications - Others	1.20	\$564.00
B175	Fee Applications and Invoices - Others	5.20	\$1,630.00
B230	Financing/Cash Collateral	5.90	\$4,230.50
B250	Real Estate	7.30	\$4,347.50
B310	Claims Administration and Objections	3.00	\$2,685.00
B320	Plan and Disclosure Statement (including Business Plan)	17.10	\$15,274.50
	Total	39.70	\$28,731.50